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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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Chapter 15

In re

Case No. 11- [____]

ASHAPURA MINECHEM LTD.,

Debtor in a Foreign Proceeding.

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**MOTION FOR ORDER (I) SPECIFYING MANNER OF SERVICE OF
PETITION AND CERTAIN PLEADINGS PURSUANT TO CHAPTER 15
OF BANKRUPTCY CODE SEEKING RECOGNITION OF A FOREIGN
PROCEEDING, AND (11) SCHEDULING HEARING
ON RECOGNITION OF CHAPTER 15 PETITION**

Chetan Shah, in his capacity as as duly appointed representative ("Petitioner" or "Foreign Representative") of Ashapura Minechem Ltd. ("Ashapura" or the "Foreign Debtor"), a company undergoing financial restructuring before the Board for Industrial and Financial Reconstruction (the "BIFR") under the Sick Industrial Companies (Special Provisions) Act, 1985 (the "SICA Proceeding"), pursuant to the laws of India, by its United States counsel, Baker & McKenzie LLP, in this ancillary case pursuant to chapter 15 of title 11 of the United

States Code, 11 U.S.C. §§ 101 *et seq.* (the "Bankruptcy Code"), respectfully represents as follows:

BACKGROUND

1. Petitioner has commenced this chapter 15 case pursuant to section 1504 of the Bankruptcy Code by filing a chapter 15 petition (the "Petition") accompanied by documents required pursuant to section 1515 of the Bankruptcy Code and Rule 1007(a)(4) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"). Petitioner seeks recognition as a foreign main proceeding, as defined in sections 101(23) and 1502(4) of Bankruptcy Code.

2. This Motion is made pursuant to sections 105, 1514 and 1515 of the Bankruptcy Code and Bankruptcy Rule 2002 (q), for an order (the "Proposed Order") in the form annexed hereto as Exhibit A, scheduling a hearing on the Petitioner's request for recognition of this Chapter 15 case as a foreign main proceeding under section 1517(b)(1) of the Bankruptcy Code and specifying the manner of service.

RELIEF REQUESTED

3. Petitioner respectfully requests that the Court (a) enter the attached Proposed Order scheduling a hearing on the Petitioner's request for recognition as a foreign main proceeding and (b) approve the manner of service of the Petition and supporting documents (collectively, the "Service Documents"), by first class United States mail, postage prepaid, by overnight courier or by hand delivery where practicable, upon all known creditors and all other parties against whom relief is sought (or their counsel), including any such parties (or counsel) that have addresses outside the United States, in accordance with Bankruptcy Rule 2002 (q) within five business days after the order granting this Motion is entered.

4. Petitioner respectfully requests that the Court also require that responses, if any, to this request for recognition be made in writing, describe the basis therefore, and be filed with the Court electronically in accordance with General Order M-1 82 by registered users of the Court's electronic case filing system, and by all other parties in interest, on a 3.5 inch disc, preferably in Portable Document Format (PDF), Word Perfect or any other Windows-based word processing format, with a hard copy to the Chambers of the United States Bankruptcy Judge presiding over this case, and served upon Baker & McKenzie LLP, 1114 Avenue of the Americas, New York, New York, 10036 (Attention: Ira A. Reid, Esq.), counsel to the Petitioner, so as to be received on or before 12:00 p.m. New York time five (5) business days prior to the hearing date specified in the Proposed Order.

5. Section 1514(c) of the Bankruptcy Code states that when "a notification of commencement of a case is to be given to foreign creditors, such notification shall (1) indicate the time period for filing proofs of claim and specify the place for filing such proofs of claim; [and] (2) indicate whether secured creditors need to file proofs of claim..." 11 U.S.C. §1514(c). Petitioner respectfully requests that such requirements be waived in this case, because claims will be resolved through the SICA Proceeding, and ample notice of all relevant requirements will be provided therein.

WHEREFORE, the Petitioner respectfully requests (i) entry of the proposed order approving the scheduling the recognition hearing and approving the manner of service

and (ii) such other and further relief as is appropriate under the circumstances.

Dated: New York, New York
October 4, 2011

BAKER & McKENZIE LLP

By: /s/ Ira A. Reid

Ira A. Reid (IR-0113)
1114 Avenue of the Americas
New York, New York 10036
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Attorneys for Foreign Representative

Exhibit A

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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Chapter 15

In re

Case No. 11- [____]

ASHAPURA MINECHEM LTD.,

Debtor in a Foreign Proceeding.

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**ORDER (I) SPECIFYING MANNER OF SERVICE OF PETITION AND CERTAIN
PLEADINGS PURSUANT TO CHAPTER 15 OF BANKRUPTCY CODE SEEKING
RECOGNITION OF A FOREIGN PROCEEDING, AND (11) SCHEDULING
HEARING ON RECOGNITION OF CHAPTER 15 PETITION**

Upon the motion (the "Motion") of Chetan Shah, in his capacity as as duly appointed representative ("Petitioner" or "Foreign Representative") of Ashapura Minechem Ltd. ("Ashapura" or the "Foreign Debtor"), a company undergoing financial restructuring before the Board for Industrial and Financial Reconstruction (the "BIFR") under the Sick Industrial Companies (Special Provisions) Act, 1985 (the "SICA Proceeding"), pursuant to the laws of India, by its United States counsel, Baker & McKenzie LLP, for an order (a) scheduling a hearing seeking recognition of the SICA Proceeding as a "foreign main proceeding" in aid of the SICA Proceeding and (b) specifying the manner of service of the petition (the "Petition"), and supporting documents related thereto, filed pursuant to chapter 15 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the "Bankruptcy Code"); it is hereby

ORDERED, that a hearing on recognition of this Chapter 15 case as a foreign main proceeding, under section 1517(a) of the Bankruptcy Code, shall be held on October

__,2011 at __:__ a.m., New York time, or as soon thereafter as counsel shall be heard, in Room__ of the United States Bankruptcy Court, One Bowling Green, New York, New York 10004; and it is further

ORDERED, that this Order, together with copies of the Petition and the documents filed in support thereof, as well as any Order of this Court granting provisional relief (collectively, the "Service Documents") shall be served by United States mail, first-class, postage prepaid, or its Indian equivalent, or by overnight courier or by hand where practicable on or before October __,20011 upon all known creditors and all other parties against whom relief is sought (or their counsel) in accordance with Rule 2002(q) of the Federal Rules of Bankruptcy Procedure, including parties or counsel that have addresses outside the United States; and it is further

ORDERED, that if any party files a notice of appearance in this case, Petitioner shall serve the Service Documents upon such party within three business (3) days of the filing of such notice of appearance if such documents have not already been served on such party (or its counsel); and it is further

ORDERED, that service of the Service Documents in accordance with this Order is hereby approved as adequate and sufficient notice and service of the Service Documents on all interested parties; and it is further

ORDERED, that responses to the Service Documents must be made in writing describing the basis therefore and shall be filed with the Court electronically in accordance with General Order M-182 by registered users of the Court's electronic case filing system, and by all other parties in interest, on a 3.5 inch disc, preferable in Portable Document Format (PDF), Word Perfect or any other Windows-based word processing format, with hard copy to the

Chambers of the Honorable _____, United States Bankruptcy Judge, United States Bankruptcy Court, One Bowling Green, New York, New York 10004, and served upon Baker& McKenzie LLP, 1114 Avenue of the Americas, New York, New York 1007 (Attn: Ira A. Reid, Esq.), counsel to Petitioner, so as to be received by Petitioner's U.S. counsel, and filed with the Court, on or before, October __, 2011 at __:__ a.m., New York time; and it is further

ORDERED, that all notice requirements specified in section 1514(c) of the Bankruptcy Code are hereby waived.

Dated: New York, New York
October __, 2011

UNITED STATES BANKRUPTCY JUDGE

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